

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

CENTRA, INC. and)	
DETROIT INTERNATIONAL)	
BRIDGE COMPANY,)	
)	
Plaintiffs,)	
)	
v.)	Case Nos. 07 CV 6312
)	07 CV 6348
CENTRAL STATES, SOUTHEAST AND)	
SOUTHWEST AREAS PENSION FUND,)	Judge William T. Hart
)	
Defendant.)	Magistrate Judge Schenkier

**DEFENDANT AND COUNTER-CLAIMANT CENTRAL STATES'
MOTION TO VACATE OR MODIFY
THE ARBITRATION AWARD**

Central States, Southeast and Southwest Areas Pension Fund (Central States) hereby moves this Court pursuant to 29 U.S.C. § 1401(a) to vacate or modify the Arbitration Award entered in this matter on October 10, 2007 and states as follows:

Central States asks this Court to modify the Opinion and Award entered by the Arbitrator on October 10, 2007 (Opinion and Award) and the Supplementary Decision entered by the Arbitrator on February 12, 2008 (Supplementary Decision) and to uphold the Pension Fund's assessment of withdrawal liability against the Plaintiffs and Counter-Defendants CenTra, Inc. and the Detroit International Bridge Company (collectively the "CenTra Control Group") in the amount of \$14,761,082.60. As is more fully set forth in Central States' Memorandum in Support of its Motion to Vacate or Modify the Arbitration Award filed herewith, both the Opinion and Award and the

Supplemental Decision holding that the CenTra Controlled group is entitled to a refund of “overpayments” are erroneous as a matter of law and not supported by substantial evidence.

In the alternative, Central States requests this Court to vacate or modify the Opinion and Award and the Supplemental Decision with regard to the Arbitrator’s conclusions that none of the CenTra Control Group’s 1995-1996 transactions should be disregarded as “evade or avoid” transactions pursuant to 29 U.S.C. § 1392(c) and uphold the Pension Fund’s alternative assessment of withdrawal liability against the CenTra Control Group in the amount of \$15,534,280.07, plus interest on any underpayment, and subject to any appropriate set-offs. As is more fully set forth in Central States’ Memorandum in Support of its Motion to Vacate or Modify the Arbitration Award filed herewith, both the Opinion and Award and the Supplemental Decision concerning the “evade or avoid” issue are erroneous as a matter of law and not supported by substantial evidence.

Furthermore, Central States asks this Court to enforce the Opinion and Award and the Supplemental Decision concerning the Arbitrator’s rulings that: (1) the CenTra Control Group incurred a complete withdrawal in 1997; (2) the actuarial assumptions and methods applied by Central States when computing the amount of the withdrawal liability assessment issued to the CenTra Control Group were not unreasonable in the aggregate; and (3) the Centra Controlled Group was not entitled to an award of attorneys’ fees and costs with respect to the arbitration proceedings. The CenTra Controlled Group did not oppose this relief in the Answer to Central States’ Counterclaim.

Finally, Central States requests this Court to award Central States its attorneys’ fees and costs herein pursuant to 29 U.S.C. § 1132(g)(2).

WHEREFORE, for the reasons set forth herein and in Defendant and Counter-claimant Central States’ Memorandum in Support of its Motion to Vacate or Modify the Arbitration Award,

Central States respectfully requests that this Court enter judgment in its favor and against Plaintiff as requested.

Respectfully submitted,

By: s/ Thomas M. Weithers
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CERTIFICATE OF SERVICE

I, Thomas M. Weithers, one of the attorneys for the Central States, Southeast and Southwest Areas Pension Fund, certify that on April 25, 2008, this filing was served on these attorneys indicated on the electronic filing receipt via the Court's electronic filing system.

s/ Thomas M. Weithers
Thomas M. Weithers (ARDC #6193004)
Attorney for Defendant Central States,
Southeast and Southwest Areas Pension Fund